

Missouri Universal Service Board
Minutes of Meeting
October 28, 1999, 1:30 p.m.
PSC Agenda Room, 5th Floor
Truman State Office Building, 301 West High Street
Jefferson City, Missouri

Those present at the meeting were: Chair Robert Schemenauer (RS), Vice Chair Martha Hogerty (MH), Secretary Connie Murray (CM), Sheila Lumpe (SL), M. Dianne Drainer (MDD) and various staff members of PSC and OPC and members of the public. *Absent:* Harold Crumpton (HC).

I. Call to Order by RS

II. Approval of Minutes of meeting held October 23, 1998

Yes - RS, MH, CM, MDD, SL (5-0)

III. Discussion of tentative timeline for invitation for bid for fund administrator

Board acknowledged the need to extend the timeline indefinitely.

IV. Discussion by Keith R. Krueger of Memorandum from PSC General Counsel regarding interpretation of rules and statutes. (attached)

Board decided to consider amending 4CSR 240-31.060(5)(C) and 4CSR 240-31.060(7)(B) the next time rules are amended.

Board decided that Section 392.248.2 of the Revised Statutes of Missouri should be interpreted to allow payment of the reasonable costs of administering the universal service fund under the contract and that those costs are subject to an annual audit.

In relation to the duties and qualifications of the Fund Administrator, the Board discussed that the question of whether a bidder had a prohibited financial interest would be evaluated during the bidding process.

Moved by RS and seconded by CM to amend Articles of Incorporation to add Article Ten as follows:

Upon dissolution of the corporation, the Board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under section

(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Missouri General Assembly, by enactment of a law, placing such assets in the General Revenue Fund of the State of Missouri.

Motion carried. Yes - RS, MH, CM, MDD, SL (5-0)

Board directed PSC General Counsel to file the amendment with the Secretary of State.

V. *Other Business*

Board discussed sections of the By Laws concerning regular and special meetings, election of officers and location of official records. Directed General Counsel to review Article II, Section 4, Article III, Sections 2 and 6, and any other sections that may need clarification and to draft proposed changes to be voted at next Board meeting.

VI. *Meeting adjourned* for election of officers immediately following the meeting in accordance with Bylaws.

VII. *Meeting for election of officers called to order by RS.* Those present were RS, MH, CM, MDD, SL and various staff members of PSC and OPC and members of the public. *Absent* HC.

Moved by SL and seconded by MDD to accept the current slate of officers for reelection by acclamation.

Motion carried

VIII. *Meeting adjourned.*

Vice Chair

Date Approved